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01/25/2018

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

EXPRO HOLDINGS UK3 LTD., *et al.*,¹

Debtors.

Chapter 11

Case No. 17-60179 (DRJ)

(Jointly Administered)

**FINAL ORDER (I) AUTHORIZING USE OF THE DEBTORS'
EXISTING CASH MANAGEMENT SYSTEM; (II) AUTHORIZING
AND DIRECTING BANKS AND FINANCIAL INSTITUTIONS TO
HONOR AND PROCESS CHECKS AND TRANSFERS; (III) AUTHORIZING
CONTINUED USE AND SATISFACTION OF INTERCOMPANY TRANSACTIONS;
(IV) AUTHORIZING THE DEBTORS TO USE EXISTING BANK ACCOUNTS AND
EXISTING BUSINESS FORMS, AND (V) GRANTING RELATED RELIEF**

(Relates to Docket Nos. 14 & 80)

Upon the Motion² of the above-captioned debtors and debtors in possession (each a “Debtor” and, collectively, the “Debtors”), for entry of interim and final orders pursuant to sections 105(a), 345(b), 363(c)(1), 364(a), and 503(b)(1) of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”), and rules 6003 and 6004 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), (i) authorizing the Debtors to use their existing cash management system, (ii) authorizing and directing banks and financial institutions to honor

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, if applicable, are as follows: Expro Holdings US, Inc. (9304); Exploration and Production Services (Holdings) Ltd (4457); Expro (B) Sdn Bhd (BN) (4498); Expro Americas, LLC (6756); Expro Benelux Ltd. (4470); Expro do Brasil Servicos Ltda (5788); Expro Eurasia Ltd. (4463); Expro FinServices Sarl (5691); Expro Group Australia PTY Ltd. (4495); Expro Group Canada Inc. (1672); Expro Gulf Ltd. (4486); Expro Holdings Australia 1 PTY Ltd. (4386); Expro Holdings Australia 2 PTY Ltd. (4387); Expro Holdings Norway AS (2951); Expro Holdings UK 2 Ltd. (5169); Expro Holdings UK 3 Ltd (5168); Expro Holdings UK 4 Ltd. (5167); Expro International BV (4476); Expro International Group Holdings Ltd. (5170); Expro International Group Ltd. (4453); Expro International Ltd. (4461); Expro Meters Inc. (1666); Expro North Sea Ltd. (4460); Expro Norway AS (1675); Expro Overseas Inc. (4481); Expro Overseas Ltd. (4489); Expro Resources Ltd. (4472); Expro Servicios S de R L de C.V. (1674); Expro Tool S de R L de C.V. (1673); Expro Trinidad Ltd.; Expro US Finco LLC (7558); Expro US Holdings, LLC (1005); Expro Worldwide BV (1668); Exprotech Nigeria Ltd. (4478); Petrotech AS (5875); Petrotech BV (5888); PT Expro Indonesia (4491). The location of the Debtors’ registered office is 14-16 Cross Street, 3rd Floor, Reading, Berkshire, RG1 1SN, United Kingdom.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

and process checks and transfers, (iii) authorizing the continuation and satisfaction of Intercompany Transactions (as defined below), (iv) authorizing the Debtors to use their existing bank accounts and existing business forms, and (v) granting such other and further relief as the Court deems just and proper, all as more fully described in the Motion; and it appearing that this Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue of the Chapter 11 Cases and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and a hearing having been held to consider the relief requested in the Motion; and upon consideration of the First Day Declaration; and upon the record of the hearing and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, their creditors and all other parties in interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby ORDERED that:

1. The Motion is hereby GRANTED on a final basis to the extent provided herein.

2. The Debtors are authorized and empowered to continue to manage their cash in accordance with their existing Cash Management System, including use of the Cash Pools and engaging in Non-Pool Intercompany Transfers with other Debtors, and to collect, concentrate, and disburse cash in accordance with such Cash Management System.

3. The Debtors are authorized to (a) designate, maintain, and use any or all of the Bank Accounts in existence as of the Petition Date, including the Bank Accounts listed on

Schedule 1 annexed hereto, (b) deposit funds into and withdraw funds from such Bank Accounts by all usual means, including checks, wire transfers, and other debits and credits, and (c) treat their prepetition Bank Accounts for all purposes as debtor-in-possession accounts.

4. The Debtors are authorized, but not directed, to engage in Non-Pool Intercompany Transfers with non-Debtor subsidiaries and affiliates in an aggregate amount not to exceed \$1 million per month; *provided* that the Debtors shall not engage in any Non-Pool Intercompany Transfers with non-Debtor subsidiaries and affiliates without the written consent of the requisite lenders under the Debtors' post-petition secured debtor-in-possession facility (such consent not to be unreasonably withheld).

5. The existing deposit agreements between the Debtors and any Cash Management Bank shall continue to govern the postpetition cash management relationship between the Debtors and such Cash Management Banks, and all provisions of such agreements, including, without limitation, the termination and fee provisions and any provisions related to the netting of negative and positive cash balances in the Cash Pool, shall remain in full force and effect.

6. The Debtors are authorized to continue their multi-currency overdraft facility arrangements with HSBC Bank plc. and the parties thereto shall be bound to the terms of such agreements. Expro Holdings UK 4 Limited is hereby authorized to continue to perform all its obligations under the Debtor-in-Possession Overdraft Facilities Agreement ("Overdraft Facilities Agreement") between Expro Holdings UK 4 Limited and HSBC Bank plc, as Overdraft Facilities Provider, and to perform such other and further acts as may be necessary or appropriate in connection therewith. HSBC is expressly permitted to conduct cash management and netting as contemplated by the Overdraft Facilities Agreement or otherwise as presently conducted.

7. The Debtors and the Cash Management Banks may, without further order of the Court, agree to and implement changes to the cash management systems and procedures in the ordinary course of business, including, without limitation the opening and closing of bank accounts.

8. Notwithstanding anything to the contrary in any other order of this Court, the Cash Management Banks (a) are authorized to accept and honor all representations from the Debtors as to which checks, drafts, wires, or ACH transfers should be honored or dishonored, consistent with any orders of this Court and governing law, whether such checks, drafts, wires, or ACH transfers are dated prior to, on, or subsequent to the Petition Date, and whether the Cash Management Banks believe the payment is or is not authorized by an order of this Court, (b) have no duty to inquire as to whether such payments are authorized by an order of this Court, and (c) such Cash Management Banks shall not incur, and each is hereby released from, any liability for relying upon a Debtor's instruction as to which checks, drafts, wires or ACH transfers should be honored or dishonored or for such Bank's inadvertence in honoring any check, draft, wire or ACH payment at variance from a Debtor's instructions unless such inadvertence constituted gross negligence or willful misconduct on the part of such Cash Management Bank. The Debtors shall place stop payment orders on any checks that are not to be honored by the Cash Management Banks.

9. The Cash Management Banks shall not be liable to any party on account of (a) following the Debtors' instructions or representations as to any order of this Court, (b) the honoring of any prepetition check or item in a good faith belief that this Court has authorized such prepetition check or item to be honored, or (c) an inadvertent mistake made despite implementation

of reasonable item handling procedures, unless such inadvertence constituted gross negligence or willful misconduct on the part of such Cash Management Bank.

10. Nothing contained herein shall prevent the Debtors from closing any of their Bank Accounts or opening any additional bank accounts (which shall be deemed Bank Accounts under this Final Order), and any relevant bank is authorized to honor the Debtors' request to close or open such Bank Accounts or additional bank accounts, as the case may be; provided, however, that to the extent the Debtors open any additional bank accounts or close any Bank Accounts, the Debtors shall give notice of an account opening or closure to the U.S. Trustee, any statutory committee appointed in these Chapter 11 Cases, and counsel to the ad hoc group of first lien lenders.

11. The Cash Management Banks, in accordance with current practice and the agreement governing the Bank Accounts, are authorized to "charge back" to the Debtors' accounts any amounts incurred by the Cash Management Banks resulting from returned checks or other returned items, and the Debtors are authorized to pay any fees and expenses owed to the Cash Management Banks, in each case regardless of whether such items were deposited prepetition or postpetition or relate to prepetition or postpetition items. Each of the Debtors' Cash Management Banks is authorized to debit the Debtors' accounts in the ordinary course of business without the need for further order of this Court for: (a) all checks drawn on the Debtors' Bank Accounts which are cashed at such Bank's counters or exchanged for cashier's checks by the payees thereof prior to the Petition Date or after the Petition Date; (b) all checks or other items deposited in one of Debtors' Bank Accounts with such Cash Management Bank prior to the Petition Date or after the Petition Date which have been dishonored or returned unpaid for any reason, together with any fees and costs in connection therewith, to the same extent the Debtors were responsible for such

items prior to the Petition Date; and (c) all undisputed prepetition and postpetition amounts outstanding as of the date hereof, if any, owed to any Cash Management Bank as service charges for the maintenance of the Cash Management System.

12. The Debtors are authorized to continue to enter into and perform under postpetition Intercompany Transactions with other Group Members, including but not limited to obtaining unsecured credit and incurring unsecured debt from other Debtors pursuant to section 364(a) of the Bankruptcy Code, in the ordinary course of business without notice and a hearing. Notwithstanding the foregoing, the Debtors shall not enter into any Intercompany Financing Transactions with non-Debtor subsidiaries and affiliates. The Debtors shall continue to maintain records with respect to all transfers of cash or property (including pursuant to such transactions) so that all Intercompany Transactions may be readily ascertained, traced, and recorded properly on applicable intercompany accounts, and provide reasonable access to such records to counsel to the lenders under the Debtors' postpetition secured debtor-in-possession facility.

13. Any claim arising from (i) postpetition Intercompany Transactions or (ii) the Overdraft Facilities Agreement or cash management activities permitted by this Order between the Debtors and HSBC shall be treated as an administrative expense in accordance with sections 503(b) and 507(a)(2) of the Bankruptcy Code.

14. Notwithstanding anything to the contrary in this Order, any payment made, or authorization contained, hereunder shall be subject to the requirements imposed on the Debtors under any order of this Court approving the Debtors' post-petition secured debtor-in-possession financing and use of cash collateral (the "DIP Order"), including any budgets in connection therewith. In the event of any inconsistency between the terms of the DIP Order and the terms of this Order or any action proposed to be taken hereunder, the terms of the DIP Order shall govern.

15. For all Cash Management Banks that are party to a Uniform Depository Agreement with the U.S. Trustee, within fifteen (15) business days of the date of entry of this Final Order, the Debtors shall (a) contact such Cash Management Bank, (b) provide the Cash Management Bank with each of the Debtors' tax identification numbers, and (c) identify each of their Bank Accounts held at such Cash Management Banks as being held by a debtor-in-possession in a bankruptcy case.

16. The Debtors are authorized to use their existing business forms; provided, that once the Debtors' existing check stock has been exhausted, the Debtors shall include, or direct others to include, the designation "Debtor-in-Possession" and the corresponding bankruptcy case number on all checks as soon as it is reasonably practicable to do so.

17. The Debtors are authorized to deposit and invest their cash and cash equivalents in the Bank Accounts consistent with their prepetition practices and the Cash Management System, subject to the Debtors complying with the requirements of Section 345 of the Bankruptcy Code by March 1, 2018; provided that upon the effective date of the Debtors' *Joint Prepackaged Chapter 11 Plan of Reorganization of Expro Holdings US Inc. and its Affiliated Debtors*, the Debtors' obligation to comply with the requirements of section 345 of the Bankruptcy Code is moot.

18. The Debtors are authorized, but not directed, to issue new postpetition checks, or effect new electronic funds transfers, on account of payments of prepetition obligations and claims approved by Court order, and to replace any prepetition checks or electronic fund transfer requests that may be lost or dishonored or rejected as a result of the commencement of the Chapter 11 Cases.

19. The banks and financial institutions on which checks were drawn or electronic payment requests made in payment of the prepetition obligations approved herein or by separate “first day” orders of the Court are authorized to receive, process, honor and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized to rely on the Debtors’ designation of any particular check or electronic payment request as approved by this Order or by separate “first day” orders of the Court.

20. Nothing contained in the Motion or this Final Order shall be construed to (a) create or perfect, in favor of any person or entity, any interest in cash of a Debtor that did not exist as of the Petition Date or (b) alter or impair any security interest or perfection thereof, in favor of any person or entity, that existed as of the Petition Date.

21. Notwithstanding use of a consolidated Cash Management System, the Debtors shall calculate quarterly fees under 28 U.S.C. § 1930(a)(6) based on the disbursements of each Debtor.

22. Nothing contained in the Motion or this Final Order, nor any payment made pursuant to the authority granted by this Final Order is intended to be, or shall be construed as, (i) an admission as to the validity of any claim against the Debtors, (ii) a waiver of the Debtors’ or any appropriate party in interest’s rights to dispute the amount of, basis for, or validity of any claim against the Debtors, (iii) a waiver of any claims or causes of action which may exist against any creditor or interest holder, or (iv) an approval, assumption, adoption, or rejection of any agreement, contract, lease, program, or policy between the Debtors and any third party under section 365 of the Bankruptcy Code.

23. Notwithstanding entry of this Final Order, nothing herein shall create, nor is intended to create, any rights in favor of, or enhance the status of, any claim held by, any party.

24. The Debtors are authorized and empowered to take all actions necessary or appropriate to implement the relief granted in this Final Order.

25. Notwithstanding any applicability of Bankruptcy Rule 6004(h), the terms and conditions of this Final Order shall be immediately effective and enforceable upon its entry.

26. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Final Order.

Signed: January 25, 2018.



DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

Schedule 1

Bank Accounts

<u>Debtor</u>	<u>Redacted Account Number</u>	<u>Pool Participant</u>	<u>Bank</u>	<u>Country of Operations</u>	<u>Currency</u>	<u>Account Category</u>
Expro (B) Sdn Bnd-Brunei	*4-001	Non-Pool	HSBC	Brunei	BND	Dormant
Expro (B) Sdn Bnd-Brunei	*4-090	Non-Pool	HSBC	Brunei	USD	Dormant
Expro (B) Sdn Bnd-Brunei	*01 01	Non-Pool	Standard Chartered Bank	Brunei	BND	Operating
Expro do Brasil Serviços	*9239	Non-Pool	HSBC	Brazil	BRL	Operating
Expro Eurasia Ltd, Australia	*2288	Non-Pool	HSBC	Australia	USD	Dormant
Expro Eurasia Ltd, Kazakhs	*1623	Non-Pool	Halyk Bank	Kazakhstan	KZT	Operating
Expro Gulf Ltd, Dubai	*1 211	Non-Pool	HSBC	UAE	USD	Dormant
Expro Gulf Ltd, Dubai	*6950	Non-Pool	HSBC	UAE	USD	Dormant
Expro North Sea Ltd - UK Inventory Hub	*8782	Non-Pool	HSBC	UK	USD	Dormant
Expro North Sea, Senegal	*9814	Non-Pool	HSBC	Senegal	USD	Operating
Expro Services, SdeRLdeCV	*824-9	Non-Pool	HSBC	Mexico	USD	Operating
Expro Worldwide BV, Angola	*30001	Non-Pool	Banco de Fomento	Angola	AON	Operating
Expro Worldwide BV, Angola	*6804	Non-Pool	Standard Bank	Angola	AON	Operating
Expro Worldwide BV, Qatar	*6-060	Non-Pool	HSBC	Qatar	QAR	Operating
PWS Dubai	*1-001	Non-Pool	HSBC	UAE	AED	Dormant
Exploration and Production Services (Holdings) Limited	*2678	Non-Pool	United Bank	USA	USD	US Domiciled
Exploration and Production Services (Holdings) Ltd	*7074	Non-Pool	GS	UK	USD	Money Market

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Exploration and Production Services (Holdings) Ltd	*2065	Non-Pool	HSBC	UK	USD	Treasury
Exploration and Production Services (Holdings) Ltd	*0290	GBP Pool	HSBC	UK	GBP	Pool Header
Exploration and Production Services (Holdings) Ltd	*9615	Non-Pool	HSBC	UK	GBP	Treasury
Exploration and Production Services (Holdings) Ltd	*0631	Non-Pool	HSBC	UK	GBP	Treasury
Exploration and Production Services (Holdings) Ltd	*9605	Non-Pool	HSBC	UK	USD	Treasury
Exploration and Production Services (Holdings) Ltd	*1233	Non-Pool	HSBC	UK	NOK	Treasury
Exploration and Production Services (Holdings) Ltd	*1241	Non-Pool	HSBC	UK	AUD	Treasury
Exploration and Production Services (Holdings) Ltd	*1268	Non-Pool	HSBC	UK	EUR	Treasury
Exploration and Production Services (Holdings) Ltd	*8794	USD Pool	HSBC	UK	USD	Pool Header
Exploration and Production Services (Holdings) Ltd	*8810	EUR Pool	HSBC	UK	EUR	Pool Header

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Exploration and Production Services (Holdings) Ltd	*1083	Non-Pool	HSBC	UK	USD	Treasury
Exploration and Production Services (Holdings) Ltd	*6268	Non-Pool	HSBC	UK	CAD	Treasury
Exploration and Production Services (Holdings) Ltd	*7348	Non-Pool	HSBC	UK	KZT	Treasury
Expro (B) Sdn Bnd-Brunei	*01 01	Non-Pool	Standard Chartered Bank	Brunei	USD	Operating
Expro (B) Sendirian Berhad	*2864	Non-Pool	United Bank	USA	USD	US Domiciled
EXPRO AMERICAS, L.L.C.-IN	*2259	Non-Pool	HSBC	USA	USD	Dormant
EXPRO AMERICAS, L.L.C.-OF	*2216	Non-Pool	HSBC	USA	USD	Dormant
Expro Americas, LLC	*3136	Non-Pool	HSBC	USA	USD	Operating
Expro Americas, LLC	*2232	Non-Pool	HSBC	USA	USD	Operating
Expro Benelux Limited	*2694	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Brasil Serviços LTDA	*248-3	Non-Pool	Bradesco	Brazil	BRL	Operating
Expro Brasil Serviços LTDA	*500-5	Non-Pool	Bradesco	Brazil	BRL	Operating
Expro Brasil Serviços LTDA	*707-2	Non-Pool	ITAÚ	Brazil	BRL	Operating
Expro Do Brasil Servicos Ltda	*2791	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Eurasia	*9391	Non-Pool	HSBC	UK	KZT	Operating
Expro Eurasia Kurdistan	*0009	Non-Pool	Citibank	Iraq	USD	Operating
Expro Eurasia Kurdistan	*6785	USD Pool	HSBC	Kurdistan	USD	Operating

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Expro Eurasia Kurdistan	*5196	Non-Pool	HSBC	Kurdistan	EUR	Operating
Expro Eurasia Limited	*8020	Non-Pool	Altyn Bank	Kazakhstan	KZT	Operating
Expro Eurasia Limited	*9095	Non-Pool	Altyn Bank	Kazakhstan	KZT	Operating
Expro Eurasia Limited	*8375	Non-Pool	Altyn Bank	Kazakhstan	KZT	Operating
Expro Eurasia Limited	*0836	Non-Pool	Halyk Bank	Kazakhstan	KZT	Operating
Expro Eurasia Limited	*0618	GBP Pool	HSBC	UK	GBP	Operating
Expro Eurasia Limited	*5081	USD Pool	HSBC	UK	USD	Operating
Expro Eurasia Limited	*0100559	Non-Pool	HSBC	Russia	RUB	Operating
Expro Eurasia Limited	*1100559	Non-Pool	HSBC	Russia	USD	Operating
Expro Eurasia Limited	*4700000	Non-Pool	International Bank of Azerbaijan	Azerbaijan	AZN	Operating
Expro Eurasia Limited	*4700000	Non-Pool	International Bank of Azerbaijan	Azerbaijan	USD	Operating
Expro Eurasia Limited	*2716	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Eurasia Limited - Asia	*6002	Non-Pool	HSBC	Asia	USD	Operating
Expro Finservices S.À R.L.	*2570	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Finservices SARL	*9764	Non-Pool	DB	Luxembourg	USD	Money Market
Expro Finservices SARL	*3-0001	Non-Pool	HSBC	Luxembourg	USD	Money Market
Expro Finservices SARL	*17130	Non-Pool	HSBC	Luxembourg	USD	Treasury
Expro Group Australia Pty Limited	*2619	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Group Australia Pty Ltd	*2-001	Non-Pool	HSBC	Australia	AUD	Operating

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Expro Group Australia Pty Ltd	*2-160	Non-Pool	HSBC	Australia	USD	Operating
Expro Group Australia, PNG	*6941	Non-Pool	ANZ	Australia	PGK	Legal Requirement
Expro Group Canada Inc.	*2740	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Group Canada, Inc	*3-001	Non-Pool	HSBC	Canada	CAD	Operating
Expro Group Canada, Inc	*3-070	Non-Pool	HSBC	Canada	USD	Dormant
Expro Group Malaysia Sdn Bhd	*8-101	Non-Pool	HSBC	Malaysia	MYR	Operating
Expro Group Malaysia Sdn Bhd	*8-725	Non-Pool	HSBC	Malaysia	USD	Operating
Expro Group Malaysia Sdn Bhd	*0-001	Non-Pool	HSBC	Vietnam	VND	Operating
Expro Gulf	*0915	Non-Pool	Eximbank	Kazakhstan	USD	Operating
Expro Gulf	*3200	Non-Pool	Eximbank	Kazakhstan	KZT	Operating
Expro Gulf	*3018	Non-Pool	Turan Alem	Kazakhstan	KZT	Operating
Expro Gulf	*0721	Non-Pool	Turan Alem	Kazakhstan	USD	Operating
Expro Gulf Colombia	*-010	Non-Pool	BANCO GNB SUDAMERIS	Colombia	COP	Operating
Expro Gulf Limited	*2-001	Non-Pool	HSBC	India	INR	Operating
Expro Gulf Limited	*5442	USD Pool	HSBC	India	USD	Operating
Expro Gulf Limited	*2627	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Gulf Limited , Sakhalin	*1627	Non-Pool	RBOS	Shakalin	USD	Operating
Expro Gulf Limited, Korea	*5434	USD Pool	HSBC	Korea	USD	Operating
Expro Gulf Limited, Oman	*1634	USD Pool	HSBC	Oman	USD	Operating
Expro Gulf Limited, Sakhalin	*1627	Non-Pool	RBOS	Shakalin	RUB	Operating
Expro Gulf Limited, Vietnam	*5450	USD Pool	HSBC	Vietnam	USD	Operating

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Expro Gulf Ltd Algeria Br	*15-25	Non-Pool	Banque Exterieur D'Algerie	Algeria	DZD	Operating
Expro Gulf Ltd Algeria Br	*62-78	Non-Pool	Banque Exterieur D'Algerie	Algeria	DZD	Operating
EXPRO Gulf Ltd Algeria Br	*77-33	Non-Pool	Banque Exterieur D'Algerie	Algeria	DZD	Operating
EXPRO Gulf Ltd Algeria Br	*80-24	Non-Pool	Banque Exterieur D'Algerie	Algeria	DZD	Operating
EXPRO Gulf Ltd Algeria Br	*89-94	Non-Pool	Banque Exterieur D'Algerie	Algeria	DZD	Operating
EXPRO Gulf Ltd Algeria Br	*90-91	Non-Pool	Banque Exterieur D'Algerie	Algeria	DZD	Operating
EXPRO Gulf Ltd Algeria Br	*94-79	Non-Pool	Banque Exterieur D'Algerie	Algeria	DZD	Operating
EXPRO Gulf Ltd Algeria Br	*02-55	Non-Pool	Banque Exterieur D'Algerie	Algeria	DZD	Operating
EXPRO Gulf Ltd Algeria Br	*23-89	Non-Pool	Banque Exterieur D'Algerie	Algeria	DZD	Operating
EXPRO Gulf Ltd Algeria Br	*25-83	Non-Pool	Banque Exterieur D'Algerie	Algeria	DZD	Operating
EXPRO Gulf Ltd Algeria Br	*29-71	Non-Pool	Banque Exterieur D'Algerie	Algeria	DZD	Operating
EXPRO Gulf Ltd Algeria Br	*32-62	Non-Pool	Banque Exterieur D'Algerie	Algeria	DZD	Operating
EXPRO Gulf Ltd Algeria Br	*39-84	Non-Pool	Banque Exterieur D'Algerie	Algeria	DZD	Operating
EXPRO Gulf Ltd Algeria Br	*81 17	Non-Pool	HSBC	Algeria	DZD	Operating

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Expro Gulf Ltd, Algeria	*1626	USD Pool	HSBC	Algeria	USD	Operating
Expro Gulf Ltd, Angola	*5191	USD Pool	HSBC	Angola	USD	Operating
Expro Gulf Ltd, Angola	*2924	GBP Pool	HSBC	Angola	GBP	Operating
Expro Gulf Ltd, Beijing Office	*5332	USD Pool	HSBC	China	USD	Operating
Expro Gulf Ltd, Cyprus	*2886	GBP Pool	HSBC	UK	GBP	Dormant
Expro Gulf Ltd, Cyprus	*7116	USD Pool	HSBC	UK	USD	Dormant
Expro Gulf Ltd, Ghana	*59525	Non-Pool	Barclays	Ghana	GHS	Operating
Expro Gulf Ltd, Ghana	*5226	USD Pool	HSBC	Ghana	USD	Operating
Expro Gulf Ltd, Ivory Coast	*5501	Non-Pool	Ecobank	Ivory Coast	XAF	Operating
Expro Gulf Ltd, Ivory Coast	*5234	USD Pool	HSBC	Ivory Coast	USD	Operating
Expro Gulf Ltd, Kenya	*7204	USD Pool	HSBC	Kenya	USD	Operating
Expro Gulf Ltd, Kenya	*2457	Non-Pool	Stanbic CFC	Kenya	KES	Operating
Expro Gulf Ltd, Madagascar	*4399	USD Pool	HSBC	Madagascar	USD	Operating
Expro Gulf Ltd, Nigerian	*5682	USD Pool	HSBC	Nigeria	USD	Operating
Expro Gulf Ltd, Nigerian	*2932	GBP Pool	HSBC	Nigeria	GBP	Operating
Expro Gulf Ltd, South Africa	*5124	USD Pool	HSBC	South Africa	USD	Operating
Expro Gulf Ltd, South Africa	*8034	Non-Pool	Standard Bank	South Africa	ZAR	Operating
Expro Holdings Australia 1 Pty Limited	*2597	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Holdings Australia 2 Pty Limited	*2600	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Holdings Norway As	*2775	Non-Pool	United Bank	USA	USD	US Domiciled

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Expro Holdings UK 2 Ltd	*5009	Non-Pool	HSBC	UK	GBP	Treasury
Expro Holdings UK 2 Ltd	*7234	Non-Pool	HSBC	UK	USD	Treasury
Expro Holdings UK 2 Ltd	*XXXX	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Holdings Uk 3 Limited	*2562	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Holdings UK 3 Ltd	*4967	Non-Pool	HSBC	UK	GBP	Treasury
Expro Holdings UK 3 Ltd	*7191	Non-Pool	HSBC	UK	USD	Treasury
Expro Holdings Uk 4 Limited	*2651	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Holdings UK 4 Ltd	*8362	Non-Pool	HSBC	UK	GBP	Treasury
Expro Holdings UK 4 Ltd	*9165	Non-Pool	HSBC	UK	USD	Treasury
Expro Holdings UK 4 Ltd	*8362	Non-Pool	HSBC	UK	USD	Bond Collateralization
Expro Holdings US Inc.	*2275	Non-Pool	HSBC	USA	USD	Operating
Expro Int. Grp Holdings	*4975	Non-Pool	HSBC	UK	GBP	Treasury
Expro Int. Grp Holdings	*7218	Non-Pool	HSBC	UK	USD	Treasury
Expro International B.V.	*2848	Non-Pool	United Bank	USA	USD	US Domiciled
Expro International BV	*6042	Non-Pool	HSBC	Holland	USD	Operating
Expro International BV	*6034	Non-Pool	HSBC	Holland	EUR	Operating
Expro International Group	*3644	Non-Pool	HSBC	UK	GBP	Dormant
Expro International Group	*3586	Non-Pool	HSBC	UK	USD	Treasury
Expro International Group	*5587	Non-Pool	HSBC	UK	GBP	Treasury

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Expro International Group Holdings Limited	*XXXX	Non-Pool	United Bank	USA	USD	US Domiciled
Expro International Group Limited	*2732	Non-Pool	United Bank	USA	USD	US Domiciled
Expro International Limited	*2635	Non-Pool	United Bank	USA	USD	US Domiciled
Expro International Limited, Libya	*4464	Non-Pool	HSBC	Libya	USD	Operating
Expro International Ltd	*7066	Non-Pool	HSBC	Guernsey	GBP	Operating
Expro International Ltd, Libya	*200005	Non-Pool	Sahara	Libya	LYD	Operating
Expro Meters, Inc.	*0059	Non-Pool	HSBC	USA	USD	Operating
Expro Meters, Inc.	*2724	Non-Pool	United Bank	USA	USD	US Domiciled
Expro North Sea Limited	*8325	Non-Pool	ABN Amro	Holland	EUR	Operating
Expro North Sea Limited	*0429	Non-Pool	ABN Amro	Holland	EUR	Dormant
Expro North Sea Limited	*3255	Non-Pool	ABN Amro	Holland	EUR	Operating
Expro North Sea Limited	*5093	Non-Pool	DNB	Norway	NOK	Operating
Expro North Sea Limited	*3.255	Non-Pool	Fortis Bank	Holland	GBP	Dormant
Expro North Sea Limited	*7014	USD Pool	HSBC	UK	USD	Operating
Expro North Sea Limited	*6496	EUR Pool	HSBC	UK	EUR	Operating
Expro North Sea Limited	*0886	GBP Pool	HSBC	UK	GBP	Operating
Expro North Sea Limited	*4800	GBP Pool	HSBC	UK	GBP	Operating
Expro North Sea Limited	*4819	Non-Pool	HSBC	Norway	GBP	Dormant
Expro North Sea Limited	*4930	Non-Pool	HSBC	Norway	NOK	Dormant

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Expro North Sea Limited	*8332	Non-Pool	HSBC	Norway	USD	Dormant
Expro North Sea Limited	*7850	GBP Pool	HSBC	Holland	GBP	Operating
Expro North Sea Limited	*7928	Non-Pool	HSBC	Holland	USD	Operating
Expro North Sea Limited	*6069	Non-Pool	HSBC	Holland	USD	Operating
Expro North Sea Limited	*6050	Non-Pool	HSBC	Holland	EUR	Operating
Expro North Sea Limited	*6001	Non-Pool	HSBC	India	INR	Operating
Expro North Sea Limited	*6223	Non-Pool	HSBC	India	USD	Operating
Expro North Sea Limited	*2708	Non-Pool	United Bank	USA	USD	US Domiciled
Expro North Sea, Senegal	*5901	Non-Pool	Ecobank	Senegal	XAF	Operating
Expro Norway AS	*0945	Non-Pool	DNB	Norway	GBP	Operating
Expro Norway AS	*4330	Non-Pool	DNB	Norway	NOK	Operating
Expro Norway AS	*2077	Non-Pool	DNB	Norway	USD	Operating
Expro Norway AS	*5669	Non-Pool	DNB	Norway	NOK	Operating
Expro Norway AS	*5677	Non-Pool	DNB	Norway	NOK	Operating
Expro Norway As	*2767	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Norway Holdings	*5983	Non-Pool	DNB	Norway	USD	Operating
Expro Norway Holdings	*3226	Non-Pool	DNB	Norway	NOK	Operating
Expro Oilfield Services Sdn Bhd	*0-726	Non-Pool	HSBC	Malaysia	USD	Operating
Expro Oilfield Services Sdn Bhd - Epti	*0-102	Non-Pool	HSBC	Malaysia	MYR	Operating
Expro Overseas Inc	*1082	Non-Pool	HSBC	Panama	USD	Operating
Expro Overseas Inc	*3070	Non-Pool	HSBC	Panama	GBP	Operating
Expro Overseas Inc, Thailand	*4-001	Non-Pool	HSBC	Thailand	THB	Operating
Expro Overseas Inc, Thailand	*4-090	Non-Pool	HSBC	Thailand	USD	Operating

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Expro Overseas Inc, Thailand	*4-091	Non-Pool	HSBC	Thailand	USD	Operating
Expro Overseas Limited	*2686	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Overseas, Dubai	*0-001	Non-Pool	HSBC	UAE	AED	Operating
Expro Overseas, Dubai	*6777	Non-Pool	HSBC	UAE	USD	Operating
Expro Overseas, Inc	*2880	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Overseas, Tunisia	*2729	Non-Pool	Banque Internationale Arab De Tunisie	Tunisia	TND	Operating
Expro Overseas, Tunisia	*2375	Non-Pool	HSBC	Tunisia	USD	Operating
Expro Resources Limited	*2856	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Resources Ltd	*5588	Non-Pool	HSBC	UK	USD	Operating
Expro Servicios S. De R.L. De C.V.	*0175	Non-Pool	HSBC	Mexico	MXN	Operating
Expro Servicios S. De R.L. De C.V.	*2813	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Tool de Mexico S de RL de CV	*6369	Non-Pool	HSBC	Mexico	MXN	Operating
Expro Tool de Mexico S de RL de CV	*3085	Non-Pool	HSBC	Mexico	USD	Operating
Expro Tool S. De R.L. De C.V.	*2821	Non-Pool	United Bank	USA	USD	US Domiciled
Expro Trinidad, Ltd	*0246	Non-Pool	Scotia Bank	Trinidad	TTD	Operating
Expro Trinidad, Ltd	*1374	Non-Pool	Scotia Bank	Trinidad	USD	Operating
Expro Us Finco Llc (Delaware)	*2589	Non-Pool	United Bank	USA	USD	US Domiciled
Expro US Holdings LLC	*4532	Non-Pool	HSBC	USA	USD	Dormant
Expro Worldwide B.V.	*2643	Non-Pool	United Bank	USA	USD	US Domiciled

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Expro Worldwide BV	*1665	Non-Pool	Halyk Bank	Kazakhstan	USD	Operating
Expro Worldwide BV	*1664	Non-Pool	Halyk Bank	Kazakhstan	KZT	Operating
Expro Worldwide BV	*6085	Non-Pool	HSBC	Holland	USD	Operating
Expro Worldwide BV	*6077	Non-Pool	HSBC	Holland	EUR	Operating
Expro Worldwide BV	*5.038	Non-Pool	HSBC	Brazil	USD	Operating
Expro Worldwide BV - Saudi Arabia	*2-001	Non-Pool	SABB	Saudi Arabia	SAR	Operating
Expro Worldwide BV Cameroon	*12-92	Non-Pool	Societe Generale	Cameroon	XAF	Operating
Expro Worldwide BV Chad	*01 63	Non-Pool	Societe Generale	Chad	XAF	Operating
Expro Worldwide BV, Philippines	*-040	Non-Pool	HSBC	Philippines	PHP	Operating
Expro Worldwide BV, Angola	*1001	Non-Pool	Banco de Fomento	Angola	USD	Operating
Expro Worldwide BV, Angola	*6839	Non-Pool	Standard Bank	Angola	USD	Operating
Expro Worldwide BV, Cameroon	*7629	USD Pool	HSBC	Cameroon	USD	Operating
Expro Worldwide BV, Chad	*7212	USD Pool	HSBC	Chad	USD	Operating
Expro Worldwide BV, Congo	*7645	USD Pool	HSBC	Congo	USD	Operating
Expro Worldwide BV, Congo	*0179	Non-Pool	Societe Generale	Congo	XAF	Operating
Expro Worldwide BV, Gabon	*11-35	Non-Pool	BGFI BANK	Gabon	XAF	Dormant
Expro Worldwide BV, Gabon	*500001	Non-Pool	Citibank	Gabon	XAF	Operating
Expro Worldwide BV, Gabon	*7653	USD Pool	HSBC	Gabon	USD	Operating
Expro Worldwide BV, Gabon	*7661	Non-Pool	HSBC	Gabon	EUR	Dormant
Expro Worldwide BV, Iraq	*4004	Non-Pool	Citibank	Iraq	USD	Operating
Expro Worldwide BV, Iraq	*8365	USD Pool	HSBC	Iraq	USD	Operating

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Expro Worldwide BV, Kuwait	*2099	USD Pool	HSBC	Kuwait	USD	Dormant
Expro Worldwide BV, Philippines	*-130	Non-Pool	HSBC	Philippines	USD	Operating
Expro Worldwide BV, Qatar	*4098	USD Pool	HSBC	Qatar	USD	Operating
Expro Worldwide BV, Saudi Arabia	*6769	USD Pool	HSBC	Saudi Arabia	USD	Operating
Expro Worldwide BV, Saudi Arabia	*2-080	Non-Pool	SABB	Saudi Arabia	USD	Operating
Expro Worldwide BV, Singapore	*4-002	Non-Pool	HSBC	Singapore	SGD	Operating
Expro Worldwide BV, Singapore	*8-178	Non-Pool	HSBC	Singapore	USD	Operating
Expro Worldwide BV, Uganda	*7688	USD Pool	HSBC	Uganda	USD	Operating
Expro Worldwide BV, Yemen	*4106	USD Pool	HSBC	Yemen	USD	Operating
Expro Worldwide BV, Yemen	*266-9	Non-Pool	UBL	Yemen	USD	Operating
Expro Worldwide BV, Yemen	*918-9	Non-Pool	UBL	Yemen	YER	Operating
Expro WWBV Bolivia	*4877	Non-Pool	Banco Mercantil Santa Cruz S.A.	Bolivia	BOB	Operating
Expro WWBV Bolivia	*3483	Non-Pool	Banco Mercantil Santa Cruz S.A.	Bolivia	USD	Operating
Exprotech Nigeria Ltd	*7685	Non-Pool	ACCESS	Nigeria	USD	Operating
Exprotech Nigeria Ltd	*3010	Non-Pool	CITIBANK	Nigeria	NGN	Operating
Exprotech Nigeria Ltd	*3020	Non-Pool	CITIBANK	Nigeria	USD	Operating
Exprotech Nigeria Ltd	*2899	Non-Pool	United Bank	USA	USD	US Domiciled
Petrotech AS	*4262	Non-Pool	DNB	Norway	USD	Operating
Petrotech AS	*5555	Non-Pool	DNB	Norway	NOK	Operating
Petrotech AS	*9399	Non-Pool	DNB	Norway	NOK	Operating

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Petrotech AS	*2783	Non-Pool	United Bank	USA	USD	US Domiciled
Petrotech BV	*2759	Non-Pool	United Bank	USA	USD	US Domiciled
Petrotech BV	*6093	Non-Pool	HSBC	Holland	EUR	Operating
Petrotech BV	*6107	Non-Pool	HSBC	Holland	USD	Operating
PT Expro Indonesia	*9286	Non-Pool	BANK MANDIRI	Indonesia	USD	Operating
PT Expro Indonesia	*3644	Non-Pool	BANK MANDIRI	Indonesia	IDR	Operating
PT Expro Indonesia	*3-001	Non-Pool	HSBC	Indonesia	IDR	Operating
PT Expro Indonesia	*3-115	Non-Pool	HSBC	Indonesia	USD	Operating
PT Expro Indonesia	*4841	Non-Pool	MANDIRI	Indonesia	USD	Operating
PT Expro Indonesia	*10007	Non-Pool	PT BANK NEGARA INDONESIA (PERSERO) TBK	Indonesia	IDR	Operating
PT Expro Indonesia	*10006	Non-Pool	PT BANK NEGARA INDONESIA (PERSERO) TBK	Indonesia	USD	Operating
PT Expro Indonesia	*2872	Non-Pool	United Bank	USA	USD	US Domiciled
PTI Indonesia	*3-007	Non-Pool	HSBC	Indonesia	USD	Operating
PTI Indonesia	*3-068	Non-Pool	HSBC	Indonesia	IDR	Operating